

THE TORONTO STOCK EXCHANGE

LISTING STATEMENT

AMALGAMATED LARDER MINES LIMITED

(No Personal Liability)

Incorporated under the Ontario Companies Act (Part XI) by Letters Patent
dated 27th October, 1941

1. Address of the Company's Head Office and of any other offices:
80 King Street West, Toronto

OFFICE HELD	NAME	ADDRESS	OCCUPATION
President	J. Y. Murdoch, K.C.	2 King Street East, Toronto	Company Executive
Vice-President	Andre Dorfman	80 King Street West, Toronto	Company Executive
Secretary-Treasurer	J. Ingram	80 King Street West, Toronto	Company Executive
Asst. Secretary-Treasurer	G. C. Andrew	80 King Street West, Toronto	Accountant

NAME	ADDRESS	OCCUPATION
J. Y. Murdoch, K.C.	2 King Street East, Toronto	Company Executive
Andre Dorfman	80 King Street West, Toronto	Company Executive
Thayer Lindsley	25 King Street West, Toronto	Company Executive
Arthur L. Bishop	320 Bay Street, Toronto	Company Executive
Wm. B. McPherson, K.C.	9 Walmer Road, Toronto	Barrister & Solicitor

4. Amount of authorized capital: \$5,000,000

5. Number of shares and par value: 5,000,000 shares at \$1.00 par value

6. Full details of all shares issued in payment for properties or for any other assets other than cash:

Date	Number of Shares	Consideration
December 17, 1941	230,105	For equipment and properties of Fernland Gold Mines
December 17, 1941	546,485	For equipment and properties of Cheminis Gold Mines
December 17, 1941	317,500	For equipment and properties of Sarcee Gold Mines
December 17, 1941	147,500	For Claims of Proprietary Mines Limited
December 17, 1941	69,850	For Claims of Kerr-Addison Gold Mines Limited
December 17, 1941	76,200	For 1 Claim of Noranda Mines Limited
December 17, 1941	190,500	For 2 Claims of L8512 and H.S. 104
May 27, 1942	421,855	For Claims and equipment Barber Larder Gold Mines
Total.....	1,999,995	

7. Number of shares
sold for cash..... 1,500,005

8. Total number of
shares issued..... 3,500,000

9. Number of shares now in treasury or otherwise unissued: 1,500,000

This listing statement is a copy of the listing application made by the applicant company. The Exchange has received no consideration in connection with the issue of this listing statement other than the customary listing fee. The papers and exhibits submitted by the applicant company in support of the listing application are open for inspection at the general office of the Exchange.

10. Full details of all shares sold for cash.	Date	Number of Shares	Price per Share	Amount realized by Company
	October 17, 1941	400,000	\$.25	\$100,000.00
	December 31, 1942	200,000	.25	50,000.00
	December 31, 1943	400,000	.25	100,000.00
	December 31, 1944	500,000	.50	250,000.00
	October 17, 1941	5	1.00	5.00
	Total	1,500,005		\$500,005.00
11. Particulars of any issued shares held in trust for the Company or donated for treasury purposes.	None			
12. Date of last annual meeting.	13th December, 1945			
13. Date of last report to shareholders.	November 2nd, 1945			
14. Details of any treasury shares (or shares issued subject to payment or shares held for the benefit of the treasury) now under option or the subject of any underwriting or sales agreement. If none, this to be stated.	Under agreements dated December 5th, 1941, and December 13th 1945, with Anglo-Huronian Ltd., Cons. Mining and Smelting Co. of Can. Ltd.; Noranda Mines Ltd. and Ventures Ltd., each participating to the extent of one-quarter in the purchase of shares, there remains outstanding options on 500,000 shares at 75 cents a share exercisable by December 31st, 1947, and 1,000,000 shares at 75 cents a share exercisable by December 31st, 1948.			
15. Details of any shares pooled, deposited in escrow, non-transferable or held under any syndicate agreement or control.	None pooled			
16. Details of any registration with, or approval or authority for sale granted by, a Securities Commission or corresponding Government body.	Authority for sale through the medium of any registered broker in Ontario granted by Ontario Securities Commission December 13th, 1941.			
17. Has any application for registration with, or approval or authority for sale by, a Securities Commission or corresponding Government body ever been refused, cancelled or revoked? If so, give particulars.	No			

25. Describe plant and equipment on property.	One 1000 cu. ft. Compressor, one 42 x 30 Hoist, two 200 K.V.A. Transformers, Sheave Wheel, Air Blower Cable, Tanks and Sundry Equipment.
26. Describe development accomplished and planned.	<p>DEVELOPMENT WORK ACCOMPLISHED:</p> <p>at Cheminis: 525' shaft sinking, 4901 feet lateral work and diamond drilling.</p> <p>at Barber Larder: 7000' diamond drilling, 400' shaft sinking and 4800' lateral work.</p> <p>at Fernland: 48 drill holes, 525' shaft sinking and 2807' lateral work.</p> <p>additional 9722' diamond drilling in 1942.</p> <p>PLANNED DEVELOPMENT WORK:</p> <p>Reopening Cheminis shaft, deepening to 1025', lateral work and diamond drilling.</p>
27. Date and author of mining engineer's or petroleum geologist's report filed with this application and available for inspection on request.	<p>July 4th, 1945</p> <p>F. J. O'Connell, Manager, Omega Gold Mines Limited.</p>
28. Full particulars of production to date.	None
29. Have any dividends been paid? If so, give dates and amounts.	None
30. Name and address of the solicitor or attorney whose certificate as to titles and to the fact that there are no encumbrances or tax arrears has been filed with the Exchange.	<p>Mackenzie and Saunderson,</p> <p>80 King Street West,</p> <p>Toronto, Ontario</p>
31. Name and address of the solicitor or attorney whose certificate as to the legality of the incorporation and organization of the company, the validity of its shares and the fact that they are fully paid and non-assessable has been filed with the Exchange.	<p>Mackenzie and Saunderson,</p> <p>80 King Street West,</p> <p>Toronto, Ontario</p>
32. Has the listing of any shares of the Company ever been refused or deferred on any stock exchange? If so, give particulars.	No
33. Are any shares of the Company listed on any other stock exchange? If so, give particulars.	No

Dated at Toronto the 18th day of March, 1946.



AMALGAMATED LARDER MINES LIMITED
 (No Personal Liability)
 "A. DORFMAN," *Vice-President.*
 "J. INGRAM," *Secretary-Treasurer.*

**STATEMENT SHOWING NUMBER OF SHAREHOLDERS
as of January 23, 1946**

<i>Number</i>		<i>Shares</i>
573	Holders of 1 - 100 shares.....	36,030
623	" " 101 - 1000 "	243,246
34	" " 1001 - 2000 "	97,442
28	" " 2001 - 3000 "	73,509
12	" " 3001 - 4000 "	42,525
4	" " 4001 - 5000 "	19,078
64	" " 5001 - up "	2,988,170
<hr/> 1,338 Stockholders		<hr/> Total Shares..... 3,500,000

FINANCIAL STATEMENT

**BALANCE SHEET
as at September 30, 1945**

ASSETS

CURRENT:

Cash in Banks.....	\$ 503,636.32	
Accounts Receivable.....	25.50	
	<hr/>	\$ 503,661.82

DEFERRED:

Prepayments.....	\$ 334.00	
Organization Expenses.....	12,126.79	
	<hr/>	12,460.79
Pre-Production Expenses to 31st December, 1944.....	\$ 641,715.93	
Deduct: Earnings less expenses January 1st, 1945, to September 30th, 1945.....	708.07	
	<hr/>	641,007.86

FIXED:

Mining Claims Owned.....	\$1,323,000.00	
Buildings, Plant and Equipment.....	\$88,796.38	
Less: Reserve for Depreciation.....	11,654.53	
	<hr/>	77,141.85
	<hr/>	1,400,141.85
		<hr/>
		<hr/>
		\$2,557,272.32

LIABILITIES

CURRENT:

Accounts Payable and Accruals.....	\$ 75.00
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DEFERRED:

Deferred Accounts Payable (Consolidated Mining and Smelting).....	54,443.26
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CAPITAL:

Authorized—5,000,000 Shares of \$1.00 par value.....		
Issued—3,500,000 Shares of \$1.00 par value.....	\$3,500,000.00	
Less: Discount on Shares issued.....	1,000,000.00	
	<hr/>	\$2,500,000.00
Net Surplus arising from sale of bonds, etc.....	2,754.06	\$2,502,754.06
	<hr/>	<hr/>
		\$2,557,272.32

**INCOME AND EXPENDITURE STATEMENT
for Nine Months to 30th September, 1945**

INCOME:

Bond and Bank Interest.....	\$8,287.13
Miscellaneous Earnings.....	57.66
	<hr/>
	\$8,344.79

EXPENDITURES:

Administration and General.....	\$1,300.67
Insurance and Taxes.....	1,341.25
Depreciation on Plant and Buildings.....	4,994.80
	<hr/>
	7,636.72

Transferred to Pre-Production Development.....	\$ 708.07
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We hereby certify that the above Balance Sheet and Income and Expenditure Statement for the nine months' period ended 30th September, 1945, sets forth, to the best of our knowledge and belief, the true position of the Company as at that date.

AMALGAMATED LARDER MINES LIMITED
(No Personal Liability)

"J. INGRAM," *Secretary.*

"G. C. ANDREW," *Assistant-Secretary.*

CERTIFIED TO BE A TRUE COPY:

AMALGAMATED LARDER MINES LIMITED
(No Personal Liability)

"JAMES Y. MURDOCH," *Director.*

"A. DORFMAN," *Director.*

DIRECTORS' REPORT

AS CONTAINED IN LAST REPORT TO SHAREHOLDERS

November 2nd, 1945

Your Directors present herewith the First Report of the Company and you will find incorporated herein a balance sheet and statement of receipts and expenditures as of December 31st, 1944, as prepared and audited by the Company's auditors, together with a balance sheet and statement of receipts and expenditures as of September 30th, 1945, certified by the Secretary of the Company.

Your Company was incorporated in October, 1941, but as a result of war restrictions it was not possible to carry out exploration and development of your Company's extensive holdings in the Larder Lake Area. Plans are now being prepared and as soon as the labour and supply situation permits an extensive program of exploration and development will be undertaken consisting of shaft sinking, cross cutting and other exploratory work.

Your Company has in the bank in excess of \$500,000.00 and this money has been supplied in accordance with the terms of an agreement dated December 5th, 1941, between the Company and Anglo-Huronian Limited, Consolidated Mining and Smelting Company of Canada, Limited, Noranda Mines Limited and Ventures Limited.

In accordance with the terms of the said agreement, these four companies purchased 400,000 shares of the capital stock at 25c per share or a total of \$100,000.00 and were granted options to purchase an additional 2,600,000 shares as follows

200,000 at 25c per share on or before Dec. 31st, 1942.....	\$ 50,000.00
400,000 at 25c per share on or before Dec. 31st, 1943.....	100,000.00
500,000 at 50c per share on or before Dec. 31st, 1944.....	250,000.00
500,000 at 75c per share on or before Dec. 31st, 1945.....	375,000.00
1,000,000 at 75c per share on or before Dec. 31st, 1946.....	750,000.00
<u>2,600,000</u>	<u>\$1,525,000.00</u>

In addition to the firm purchase of 400,000 shares at Twenty-five cents the four above-named companies have exercised their options up to and including December 31st, 1944. The dates for exercising these options were set to provide funds as they would be required to meet the expenditures on the properties of the Company according to the program then contemplated. But owing to war restrictions and conditions imposed shortly thereafter, it was not possible to proceed, and the work has been at a standstill. Consequently the Company now has on hand more money than it can profitably expend on the property during the next two years under the program of operations now proposed.

As the reason for the expiry dates of the options has thus disappeared, it appears reasonable and the Board has agreed unanimously that the option on 500,000 shares at Seventy-five cents, exercisable on or before December 31st, 1945, be extended to on or before 31st December, 1947, and the option on the 1,000,000 shares at Seventy-five cents per share, exercisable on or before December 31st, 1946, be extended to on or before December 31st, 1948.

In view of the fact that four of your five Directors are officers of the Companies holding the options, your Board desires the approval of the extension of these options by the Shareholders before putting them into effect.

You will find enclosed herewith Notice of an Annual and Special General Meeting of Shareholders at which you will be asked to consider and approve the extension of time in which to exercise the two above mentioned options, as well as consider and ratify By-Law No. 14 as set forth in the enclosed notice.

On behalf of the Board,

JAMES Y. MURDOCH,
President.

ENGINEER'S REPORT

July 4, 1945

A study was made of the ore possibilities of the above property. From information so far available from drill holes and underground development, ore occurrences are limited to the vicinity of the three shafts—Fernland, Cheminis and Barber Larder. More drilling would be required along the favourable zone before eliminating the possibility of ore in the upper horizons in the gaps between known occurrences. Also the north carbonate zone could be more fully explored by drilling. This can be gone into later.

A composite surface map, 100'=1", was made up covering Cheminis, Fernland, and part of Omega. This ties in and shows the continuity of the general geological features familiar to Omega.

Independent calculations were made of the ore shoots. Our calculations on the whole were more conservative than previous calculations.

Barber Larder

We estimate Barber Larder ore as follows:

Block	Area	Grade	Tons/V. Ft.	Vert. Ht.	Tons
125 Level West Block	700 sq. ft.	0.200	66	30'	2,000
125 Level East Block	2,100 sq. ft.	0.200	197	100'	19,700
Totals.....	2,800 sq. ft.	0.200	263		21,700

Barber Larder engineers estimate 84,000 tons at between 0.185 and 0.200 grade. They make one continuous zone out of the two separate blocks, outlined by us, and the intervening ground. However, the widths over this zone are apparently a conjecture since there is no cross-drilling done. The zone has been outlined by drifting and by two cross cuts and surface diamond drill holes.

We eliminate a tie up between the two blocks and assign a grade which is the maximum used by Barber Larder engineers. Also the vertical dimensions of the blocks are much reduced.

The shaft was sunk to a depth of 400' with 3 levels on the 125, 250 and 400' with lateral development from these lines.

The tonnage which we felt was justified is small—21,700 tons—and extends only 50' below the first level. Information was a little sketchy to justify any greater tonnage. Work on the two bottom levels was discouraging and no ore was developed. One drill hole along the cross-cut section was drilled from the bottom level to cut the breccia flow at approximately 750' depth, did not return ore. A strong graphite fault follows the contact between the slate and flows to the south of the ore body but whether or not this had any effect on the cracking up of the flow to permit passage of ore bearing solution is not known. The ore found was closer to the north side of the flows near the carbonate contact and the flow thickens to the west end and at depth so that the graphite fault dips away from this possibly favourable area. Diamond drilling on surface was fairly inclusive.

From information on hand further work does not seem promising at this time.

Fernland

This property lies immediately east of Omega and the ore shoots lie in a band of lava flows and tuffs apparently similar to our own.

Two ore zones were indicated by drilling. The east zone was not investigated by underground development, but Dr. Derry, from 5 surface drill holes, estimated 35,000 tons or average grade of 0.149 ounces per ton. However, he states that information is so meagre that this cannot be considered as a serious estimate. We have not uncovered sufficient information to check this but apparently the ore shoot is not of much importance.

The west ore zone which showed greater promise was developed by a shaft and lateral workings on the 275', 400' and 535' levels. C.M. & S. engineers made an estimate on tons per vertical foot. We made an estimate as to total tonnage as follows:

Estimated by		Uncut—diluted 10% at 0.02			Uncut—no tonnage estimated		
		OMEGA			C.M. & S.		
Ore Shoot	Tons	Grade	Ounces	Tons/V. Ft.	Grade	Oz./Vert. Ft.	
"A"	22,500	0.197	4,432	215	0.181		
"B"	297	0.156	46	11	0.172		
"C"	1,650	0.183	303	17.5	0.185		
"D"	220	0.300	66	9	0.330		
	24,667	0.196	4,847	252.5			

No interlevel work was done to enable a proper tonnage estimate to be made. Our estimates of tonnage are on a basis of 125' vertical extent for "A" shoot and for the others, a height equal to the length. These estimates are all made from the assay plan of the 275' level and do not show any ore at the 400' level. Here "A" shoot is only indicated and "C" shoot (marked "B") does not make ore. High erratic assays are not met with and the calculated uncut grade was changed only by dilution.

The ore shoots were small and somewhat erratic. We cut down on the outline of the bodies and so gave better grade, but cannot say that the ore can be mined at this grade as uneven distribution of value may make it necessary to include a wider zone and dilution may be greater than estimated.

The only ore shoot of any size is "A" ore body of 22,500 tons extending above and below the first level. C.M. & S. engineers show some ore on the 400' level, but we can find only indications. No ore was found on the bottom levels.

Further work here does not seem warranted unless new information, possibly from development at Cheminis, indicates a better chance for ore at depth than do the present facts.

Cheminis

The same ore formation continues eastward from Fernland. The ore here is in lava flow and tuffs within the band of carbonate rock. The ore shoots are contained within a gentle fold in comparison with the tighter fold at Omega but no ore making influence such as the graphite and associate faults at Omega is recognizable at Cheminis.

Three definite ore bodies are discernible, "A" and "B" lying to the east of the shaft, and "C" lying to the west of the shaft. Lateral development was carried out on the 275', 400' and 525' levels. A comparison of our ore calculations with previous calculations is as follows:

Estimated by—		Uncut—diluted 10% at 0.02			Cut 10%—diluted 10% at 0.02			Cut 10%—diluted 10% at 0.02		
		C.M. & S.			W. H. EMENS			OMEGA		
Ore Shoot	Tons	Grade	Ounces	Tons	Grade	Ounces	Tons	Grade	Ounces	
"A"	62,639	0.153	9,584	62,700	0.133	8,339	62,639	0.138	8,644	
"B"	29,898	0.155	4,634	23,200	0.147	3,410	29,898	0.140	4,186	
"C"	229,070	0.160	36,651	197,400	0.138	27,241	151,855	0.163	24,752	
"C1", "C2"							2,991	0.182	603	
	321,607	0.158	50,689	283,300	0.138	38,990	247,383	0.154	38,185	

In our estimations, the C.M. & S. figures were acceptable for ore shoots "A" and "B" with a 10% correction applied to compensate for erratic high assays. Ore shoot "C" was recalculated.

In comparing Omega estimates to those of W. H. Emens it will be noted that the variation in totals is due mostly to variations in estimating "C" ore shoot.

We are apparently more severe in selective delineation, by assay, but not so severe in limiting vertical dimensions. Hence a smaller tonnage yields the same number of ounces approximately, and of course, a higher grade.

Our calculations are not more correct than those of W. H. Emens, but simply taken from a different viewpoint. It may not be possible to mine at the grade we estimated. C.M. & S. figures appear to be high both as to tonnage and grade.

Five drill holes from 100' to 175' below the bottom level extend the "C" ore body at slightly higher than average grade. Three additional holes from 50' to 100' below this again returned lower value over narrow widths, the best intersection 0.14 ounces over 3.0'. Three drill holes in the vicinity of "A" and "B" ore bodies, the lowest at 125' below the bottom level returned only very low values.

Starting at about the 250' horizon, both to the east and west of the shaft, dacite bands appear on the foot-wall and hanging-wall side of the carbonate band, i.e., to the north and south of the ore zone. Diamond drilling did not return any ore in these bands though the ore zone continued, but at least they are competent rocks which lend themselves to fracturing and are the host rock at Omega.

The situation is that three ore bodies of fair size have been developed here and the favourable rock appears to continue depth. This suggests a good gamble in the search of other ore bodies at greater depth, through shaft sinking, lateral development and diamond drilling. It is certainly the most promising base of operation of the three shafts considered. The possibility of the North Carbonate zone yielding ore at lower horizons must also be taken into consideration.

(Signed) "F. J. O'CONNELL,"
Manager,

Omega Gold Mines Ltd.

CERTIFIED TO BE A TRUE COPY:

AMALGAMATED LARDER MINES LIMITED
(No Personal Liability)

"JAMES Y. MURDOCH," *Director.*

"A. DORFMAN," *Director.*

THE TORONTO STOCK EXCHANGE

30/10/69

FILING STATEMENT NO. 1714
FILED OCTOBER 30TH, 1969

AMALGAMATED LARDER MINES LIMITED

Incorporated under ^{Full corporate name of Company} The Companies Act (Ontario) by Letters Patent dated October 27, 1941.

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is	See Schedule "A" on page 3.
2. Head office address and any other office address.	<p>The head office address of the Company is Suite 1600, 44 King Street West, Toronto, 105, Ontario.</p> <p>After the proposed change in effective control of the Company, the head office of the Company will be relocated at Suite 3800, Toronto Dominion Tower, Toronto-Dominion Centre, Toronto 111, Ontario.</p>
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	See Schedule "B" on page 4.
4. Share capitalization showing authorized and issued and outstanding capital.	The authorized capital of the Company is \$5,000,000. divided into 5,000,000 shares of \$1.00 par value each, of which 3,630,000 shares are issued as fully paid and non-assessable shares.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	There are no bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	There are no treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Not applicable.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	No payments in cash or securities of the Company have been made or are to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.

9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The present management is advised that there will be no immediate change in the basic operations of the Company after the proposed change in effective control and that the new management anticipates that as appropriate opportunities are presented, the operations of the Company may be extended to include other natural resources.</p> <p>See Schedule "C" on page 5.</p>										
10. Brief statement of company's chief development work during past year.	<p>During the past year the Company has done assessment and other work in order to maintain in good standing 26 claims in the Agnew Lake area of Ontario at a cost of approximately \$5,700. and has performed work on a group of 44 claims in the Kentucky Lake area of British Columbia at a cost of approximately \$2,100. and has participated in two prospecting grubstakes at a cost of approximately \$1,900.</p>										
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	<p>The Company does not propose to purchase any property or other assets at this time.</p>										
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	<p>Not applicable.</p>										
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	<p>There are no shares of the Company held in escrow or in pool.</p>										
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	<p>Not applicable.</p>										
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table> <tr> <td>Cominco Ltd. 630 Dorchester Blvd. W. Montreal, Quebec.</td> <td>719,243 shares</td> </tr> <tr> <td>Kerr Addison Mines Limited, 1600 - 44 King Street West, Toronto, Ontario.</td> <td>436,946 shares</td> </tr> <tr> <td>Noranda Mines Limited, 1700 - 44 King Street West, Toronto, Ontario.</td> <td>431,430 shares</td> </tr> <tr> <td>Frank S. Leslie & Co. Limited, 200 Bay Street, Toronto, Ontario.</td> <td>99,132 shares</td> </tr> <tr> <td>Doherty Roadhouse & McCuaig, 335 Bay Street, Toronto, Ontario.</td> <td>73,300 shares</td> </tr> </table> <p>The Company does not know whether or not any of the shares of the Company registered in the names Frank S. Leslie & Co. Limited and Doherty Roadhouse & McCuaig are beneficially owned by the registered holders thereof.</p>	Cominco Ltd. 630 Dorchester Blvd. W. Montreal, Quebec.	719,243 shares	Kerr Addison Mines Limited, 1600 - 44 King Street West, Toronto, Ontario.	436,946 shares	Noranda Mines Limited, 1700 - 44 King Street West, Toronto, Ontario.	431,430 shares	Frank S. Leslie & Co. Limited, 200 Bay Street, Toronto, Ontario.	99,132 shares	Doherty Roadhouse & McCuaig, 335 Bay Street, Toronto, Ontario.	73,300 shares
Cominco Ltd. 630 Dorchester Blvd. W. Montreal, Quebec.	719,243 shares										
Kerr Addison Mines Limited, 1600 - 44 King Street West, Toronto, Ontario.	436,946 shares										
Noranda Mines Limited, 1700 - 44 King Street West, Toronto, Ontario.	431,430 shares										
Frank S. Leslie & Co. Limited, 200 Bay Street, Toronto, Ontario.	99,132 shares										
Doherty Roadhouse & McCuaig, 335 Bay Street, Toronto, Ontario.	73,300 shares										

This is Schedule "A" to the Filing
Statement of Amalgamated Larder Mines
Limited dated October 27, 1969.

This Filing Statement is filed with respect to
the proposed change in the effective control of
Amalgamated Larder Mines Limited (the "Company").

Pursuant to three agreements in writing all dated
October 8, 1969, Econtech Ltd. 32nd Floor, 630 Dorchester
Boulevard West, Montreal, Quebec, agreed to purchase from
the under noted vendors an aggregate of 1,587,619 shares in
the capital of the Company at a price of twenty-five cents
per share, being an aggregate purchase price of \$396,904.75.

NAMES AND ADDRESSES OF VENDORS

NUMBER OF SHARES

Cominco Limited,
630 Dorchester Boulevard West,
Montreal, Quebec.

719,243

Kerr Addison Mines Limited,
44 King Street West,
Toronto, Ontario.

436,946

Noranda Mines Limited,
44 King Street West,
Toronto, Ontario.

431,430

1,587,619

Econtech Ltd. is a wholly owned subsidiary of Cemp
Investments Ltd. 32nd Floor, 630 Dorchester Boulevard West,
Montreal, Quebec. Econtech Ltd. has advised the three vendors
above mentioned that title to the 1,587,619 shares (other than
directors' qualifying shares) will be taken in the name of
Cemp Investments Ltd.

The three agreements mentioned above are subject to certain
conditions relating to the status of the Company being true and
correct at the time of closing and that three of the directors
and all of the officers of the Company will resign at the time
of closing and nominees of Cemp Investments Ltd. will be elected
and/or appointed directors and officers of the Company in their
place and stead.

This is Schedule "B" to the
Filing Statement of Amalgamated
Larder Mines Limited dated
October 27, 1969.

The names, addresses and chief occupations of the present officers and directors are:-

<u>Office</u>	<u>Names and Addresses</u>	<u>Chief Occupations</u>
President and Director	J.H.Stovel, 44 King St. W., Toronto, Ontario.	Mining Executive
Vice-President and Director	J.J.Rankin, 85 Richmond St.W., Toronto, Ontario.	Mining Executive
Director	E. Futterer, 44 King St. W., Toronto, Ontario.	Mining Executive
Director	G. Neeley Moore, 630 Dorchester Blvd. W., Montreal, Quebec.	Mining Executive
Director	Frederick R. Burton, 44 King St. W., Toronto, Ontario.	Mining Executive
Secretary	R.D. Stewart, 44 King St. W., Toronto, Ontario.	Mining Executive
Treasurer	B.C. Bone, 44 King St. W., Toronto, Ontario.	Mining Executive

After the proposed change in the effective control of the Company it is proposed that the names, addresses and chief occupations of the officers and directors of the Company will be as follows:-

<u>Office</u>	<u>Names and Addresses</u>	<u>Chief Occupations</u>
President and Director	John T.Wanamaker, 34 Prairie Drive, Beaconsfield,Que.	General Manager, Securities Invest- ments, Cemp Investment Ltd. Prior to December, 1964 Vice-President, Bolton Tremblay & Company.
Director	Nathan Gesser, 5012 Roslyn Avenue, Montreal, Quebec.	Treasurer, Cemp Investments Ltd. Prior to June, 1966 Assistant Treasurer, Cemp Investments Ltd.
Director	Rupert B.Carleton, 1115 Sherbrooke Street West, Montreal, Quebec.	Legal Counsel, Cemp Investments Ltd.
Director	J.J.Rankin, 85 Richmond St.W., Toronto, Ontario.	Mining Executive
Director	Frederick R.Burton, 44 King Street West, Toronto, Ontario.	Mining Executive
Secretary	J.Chisholm Lyons, 47 Edgevalley Drive, Etobicoke, Ontario.	Partner,Messrs.Wahn Mayer,Smith,Creber, Lyons,Torrance & Stevenson, Barris- ters & Solicitors
Treasurer	S.T.Tabac, 1139 Shorecrest Drive, Chomedey, Laval, Quebec.	Controller, Cemp Investments Ltd. Prior to September, 1967 Chartered Accountant, Price Waterhouse & Co.

Schedule "C"
CEMP INVESTMENTS LTD.
630 DORCHESTER BOULEVARD WEST
MONTREAL 2, QUE.

October 31, 1969

The Toronto Stock Exchange,
234 Bay Street,
TORONTO, Ontario.

Attention: Mr. D. Anthony,
Administrative Assistant

Dear Sirs:

Re: AMALGAMATED LARDER MINES LIMITED

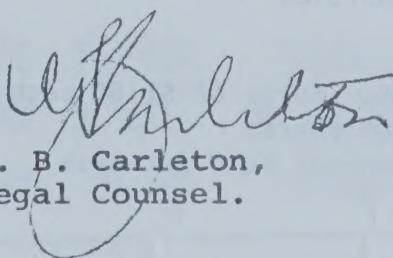
We refer to the Filing Statement filed with you in connection with the proposed change of effective control of Amalgamated Larder Mines Limited from Cominco Ltd., Kerr Addison Mines Limited and Noranda Mines Limited to Cemp Investments Ltd.

Paragraph 9 of the Filing Statement sets out the intention of the new management upon the change of effective control. We wish to confirm that the intention set out in paragraph 9 is the intention of Cemp Investments Ltd. and of the new management of Amalgamated Larder Mines Limited.

We confirm that Amalgamated Larder Mines Limited will not acquire any claims, shares or similar property without giving to The Toronto Stock Exchange notice of any such acquisitions and such notice being accepted for filing under the Regulations of the Exchange.

Yours very truly,

CEMP INVESTMENTS LTD.


R. B. Carleton,
Legal Counsel.

RBC:PJC

FINANCIAL STATEMENTS

AMALGAMATED LARDER MINES LIMITED

BALANCE SHEET

September 30, 1969

ASSETS

CURRENT:

Cash & short-term loans	\$ 16,227.63	
Marketable securities at cost (Market value \$358,175.00)	<u>209,170.76</u>	\$ 225,398.39

SUNDRY INVESTMENTS:

Shares in and Advances to Amagami Mines Limited	\$ 27,633.10	
Investment in Mexicanus Exploration Ltd.	<u>10,100.00</u>	37,733.10

FIXED:

Mining Claims and properties, at the par value of the shares issued in exchange therefor, less proceeds from sale of surface rights		1,298,180.50
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DEFERRED DEVELOPMENT AND OTHER EXPENSES:

(including amounts acquired from predecessor companies, \$616,511.41)		1,045,461.49
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ORGANIZATION EXPENSE:

12,126.79
<u>\$2,618,900.27</u>

LIABILITIES

CURRENT:

Accounts payable and accrued charges	\$ 7,296.58
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DEFERRED LOAN:

The Consolidated Mining and Smelting Company of Canada Limited, repayable, without interest, only out of the net profits earned on certain of the mining properties		54,443.26
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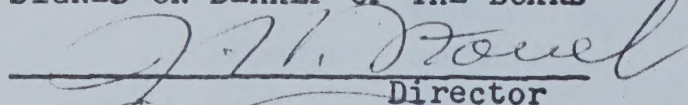
CAPITAL

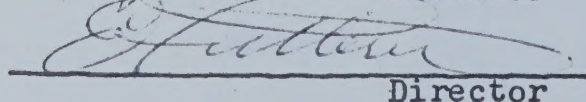
Authorized - 5,000,000 shares of \$1.00 each	\$3,630,000.00
Issued - 3,630,000 shares	1,060,000.00
Less discount on shares sold for cash	<u>\$2,570,000.00</u>

DEFICIT:

<u>12,839.57</u>	<u>\$2,557,160.43</u>
	<u>\$2,618,900.27</u>

SIGNED ON BEHALF OF THE BOARD


Director


Director

AMALGAMATED LARDER MINES LIMITED

STATEMENT OF REVENUE AND EXPENSES

FOR THE NINE-MONTH PERIOD ENDING September 30, 1969

EXPENSES:

Administration and general	\$ 4,568.34	
Exploration Expenses	<u>9,735.30</u>	\$ 14,303.64

REVENUE:

Interest earned	\$ 1,394.94	
Dividends earned	<u>8,820.95</u>	<u>10,215.89</u>

Net Loss for the nine-month period ending September 30, 1969		<u>\$ 4,087.75</u>
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STATEMENT OF DEFICIT

Balance January 1, 1969	\$ 19,371.42
Add: Net Loss for the nine-month period ending September 30, 1969	<u>4,087.75</u>
	\$ 23,459.17
Deduct: Profit on Sale of Securities	<u>10,619.60</u>
Balance, September 30, 1969	<u>\$ 12,839.57</u>

MARKETABLE SECURITIES

SEPTEMBER 30, 1969

<u>Shares</u>	<u>Cost</u>	<u>Market</u>	<u>Total Cost</u>	<u>Market Value</u>
2,000 Aunor Gold Mines Limited	\$ 1.88	\$ 3.15	\$ 3,758.40	\$ 6,300.00
2,500 The International Nickel Company of Canada, Limited	7.88	39.75	19,509.35	99,375.00
4,000 Kerr Addison Mines Limited	16.42	14.00	65,695.77	56,000.00
6,000 Noranda Mines Limited	20.04	32.75	120,207.24	196,500.00
			<u>\$209,170.76</u>	<u>\$358,175.00</u>

16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	<p>The shareholdings of Cominco Limited, Kerr Addison Mines Limited and Noranda Mines Limited are at present large enough to materially affect control of the Company. After the sale of their respective shareholdings of the Company by Cominco Limited, Kerr Addison Mines Limited and Noranda Mines Limited, as referred to in item 1 hereof, Cemp Investments Ltd. will be in a position to materially affect control of the Company through its shareholdings in the Company.</p> <p>Cemp Investments Ltd. is a private investment company incorporated in 1951 under the laws of Canada. The issued shares of Cemp are owned by trusts created by Mr. Samuel Bronfman, President of Distillers Corporation-Seagrams Limited, for the benefit of his sons, daughters and grandchildren.</p>																																							
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<p style="text-align: right;"><u>Amalgamated Larder Mines Limited</u></p> <table><tr><th><u>Marketable Securities</u></th><th><u>Cost Per Share</u></th><th><u>Closing Price per share Oct. 24, 1969</u></th><th><u>Market Value</u></th></tr><tr><td>2,000 shares Aunor Gold Mines Limited</td><td>\$ 1.88</td><td>\$3.05</td><td>\$ 6,100.00</td></tr><tr><td>2,500 shares The International Nickel Company of Canada, Limited</td><td>7.88</td><td>42.50</td><td>106,250.00</td></tr><tr><td>4,000 shares Kerr Addison Mines Limited</td><td>16.42</td><td>13.00</td><td>52,000.00</td></tr><tr><td>6,000 shares Noranda Mines Limited</td><td>20.04</td><td>32.75</td><td><u>196,500.00</u></td></tr><tr><td></td><td></td><td></td><td><u>\$360,850.00</u></td></tr></table> <table><tr><th><u>Non-Marketable Securities</u></th><th><u>Cost</u></th><th><u>Market Value</u></th></tr><tr><td>531,251 shares Amagami Mines Limited</td><td>\$27,633.00</td><td>Nil</td></tr><tr><td>10,000 shares Mexicanus Mines Limited (Preferred)</td><td>10,000.00</td><td>Nil</td></tr><tr><td>10,000 shares Mexicanus Mines Limited (Common)</td><td>100.00</td><td>Nil</td></tr></table>				<u>Marketable Securities</u>	<u>Cost Per Share</u>	<u>Closing Price per share Oct. 24, 1969</u>	<u>Market Value</u>	2,000 shares Aunor Gold Mines Limited	\$ 1.88	\$3.05	\$ 6,100.00	2,500 shares The International Nickel Company of Canada, Limited	7.88	42.50	106,250.00	4,000 shares Kerr Addison Mines Limited	16.42	13.00	52,000.00	6,000 shares Noranda Mines Limited	20.04	32.75	<u>196,500.00</u>				<u>\$360,850.00</u>	<u>Non-Marketable Securities</u>	<u>Cost</u>	<u>Market Value</u>	531,251 shares Amagami Mines Limited	\$27,633.00	Nil	10,000 shares Mexicanus Mines Limited (Preferred)	10,000.00	Nil	10,000 shares Mexicanus Mines Limited (Common)	100.00	Nil
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10,000 shares Mexicanus Mines Limited (Common)	100.00	Nil																																						
18. Brief statement of any lawsuits pending or in process against company or its properties.	There are no lawsuits pending or in process against the Company or its properties.																																							
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	There are no material contracts entered into by the Company which are still in effect.																																							
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>(a) This Statement is filed pursuant to the rules and regulations of the Toronto Stock Exchange in respect to the matter referred to in Item 1 above, which the Company understands to be classed as a "material change".</p> <p>(b) No shares of the Company are presently in the course of primary distribution to the public.</p> <p>(c) There are no other relevant facts.</p>																																							

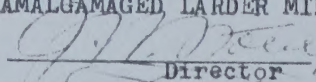
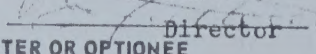
CERTIFICATE OF THE COMPANY

DATED October 27, 1969.

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"J.H. Stovel"

"E. Futterer"

AMALGAMATED LARDER MINES LIMITED

 CORPORATE SEAL
 Director

 Director

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)